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KENNETH L. SCHROEDER

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN JOSE DIVISION

**SECURITIES AND EXCHANGE
COMMISSION.**

No. C 07 3798 JW

Plaintiff,

**MOTION OF KENNETH L. SCHROEDER
FOR PROTECTIVE ORDER
REGULATING TIMING OF DEPOSITION
Fed. R. Civ. P. 26(c)**

KENNETH L. SCHROEDER,

Defendant.

**MAGISTRATE JUDGE HOWARD R.
LLOYD**

DATE: December 18, 2007
TIME: 10:00 a.m.
COURTROOM: 8

MOTION OF KENNETH L. SCHROEDER FOR PROTECTIVE ORDER REGULATING TIMING OF
DEPOSITION

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NOTICE OF MOTION AND MOTION; RELIEF REQUESTED

1 PLEASE TAKE NOTICE that on December 18, 2007, at 10:00 a.m., or at such other date
 2 and time as the Court may order, in Courtroom 8 of the above-entitled court, located at 280 S. 1st
 3 Street, San Jose, California, Defendant Kenneth L. Schroeder will and hereby does move,
 4 pursuant to Federal Rule of Civil Procedure 26(c), for a protective order precluding the Securities
 5 and Exchange Commission from noticing Mr. Schroeder's deposition until no earlier than three
 6 months before the end of the factual discovery period in this case. This motion is based on this
 7 Notice, the Memorandum of Points and Authorities in Support, *infra*, the Request for Judicial
 8 Notice filed herewith and any argument of counsel entertained by the Court at the hearing. Filed
 9 herewith is the Certification required by Federal Rule of Civil Procedure 26(c) regarding
 10 counsel's efforts to resolve this dispute.

STATEMENT OF ISSUES TO BE DECIDED

12 1. Should the Court issue a protective order under Federal Rule of Civil Procedure
 13 26(c) precluding the Securities and Exchange Commission from noticing Kenneth L. Schroeder's
 14 deposition more than three months before the end of fact discovery in this case?

MEMORANDUM OF POINTS AND AUTHORITIES**INTRODUCTION**

18 For well over a year before filing its lawsuit against Kenneth L. Schroeder, the Securities
 19 and Exchange Commission (the "SEC") conducted a joint investigation (the "government
 20 investigation") with the Department of Justice (the "DOJ") into the option granting practices of
 21 KLA-Tencor Corporation ("KLA-Tencor" or "the Company") that existed during a period
 22 spanning over ten years. Mr. Schroeder had served as CEO from July 1999 through the end of
 23 2005 at KLA-Tencor. The government investigation apparently relied heavily, perhaps almost
 24 entirely, on the work of a "Special Committee" of the Board of Directors of KLA-Tencor. At
 25 every stage during the government investigation of KLA-Tencor, the criminal component of
 26 which is ongoing, Mr. Schroeder, unlike the government, had no compulsory process to obtain
 27 documents or access to witnesses. The SEC, on the other hand, had the benefit of memoranda

1 and documents from at least 55 witness interviews conducted by counsel for the Special
 2 Committee, which that Committee turned over to the government investigation (but not to
 3 Mr. Schroeder) as part of KLA-Tencor's "cooperation" with the government investigation.¹ The
 4 SEC largely outsourced its investigation to the Special Committee. The Special Committee's
 5 interview of Mr. Schroeder, memorialized in a 73-page memorandum, occurred on
 6 September 1, 2006.² The SEC was only recently compelled to turn over those Special Committee
 7 interviews to Mr. Schroeder when the parties exchanged initial disclosures on October 3, 2007
 8 under Rule 26 of the Federal Rules of Civil Procedure.

9 Despite having had well over a year's head start, the SEC has nevertheless informed
 10 undersigned counsel that it intends to immediately notice the deposition of Mr. Schroeder and to
 11 take his deposition as early as December 2007 or January 2008. As further discussed below, this
 12 is a transparent attempt by the SEC to exploit the fact of the ongoing DOJ investigation, and to
 13 run roughshod over Mr. Schroeder's Fifth Amendment rights by trying to force him into a
 14 premature and unnecessary choice between asserting those rights or testifying. However, the law
 15 is clear that great deference should be accorded a civil defendant's Fifth Amendment rights,
 16 particularly in a case where the civil plaintiff is the government. Nonetheless, the SEC is
 17 disregarding these principles in its effort to place itself in the tactically advantageous position of
 18 forcing Mr. Schroeder to either forego his constitutional rights or risk having the SEC later ask
 19 this Court to draw adverse inferences against him. Such a choice may have to be made at some
 20 point, but it need not be made now.

21 Mr. Schroeder is not disputing that the SEC is entitled to take his deposition during the
 22 discovery phase of this case. Mr. Schroeder is not asking to stay his deposition or any other

23 ¹ This cooperation paid off handsomely for the Company; by pointing the finger of blame for
 24 options backdating at Mr. Schroeder alone rather than at any of the then-current officers or
 25 directors of KLA-Tencor, the Company escaped paying any financial penalty in connection with
 26 its settlement with the SEC. See SEC Charges Former KLA-Tencor CEO With Fraud For
 Improper Stock Options Backdating: Commission Also Settles Claims Against KLA-Tencor,
 SEC Litig. Release No. 20207 (July 25, 2007).

27 ² Contrary to its usual practice, the SEC took little investigative testimony prior to filing this
 action.

1 discovery. Rather, Mr. Schroeder simply requests that the Court adjust the discovery schedule so
 2 that Mr. Schroeder's deposition will occur later in the discovery process. This simple scheduling
 3 adjustment will relieve the pressure that the SEC is trying to put on Mr. Schroeder's
 4 constitutional rights without delaying the progress of this litigation or prejudicing the SEC in any
 5 way. The SEC has a 73-page memorandum of Mr. Schroeder's Special Committee interview, and
 6 it will be able to make further inquiries in due course at deposition testimony. The SEC has
 7 already issued a subpoena to the Special Committee's lawyer for deposition testimony regarding
 8 Mr. Schroeder's statements at the interview. Mr. Schroeder recognizes that if the criminal part of
 9 the government investigation is still pending without a charging decision, he ultimately will be
 10 put to the difficult choice that he now seeks to avoid. There is just no reason, however, to allow
 11 the SEC to leverage the criminal side of the government investigation by forcing him to make that
 12 choice now.

13 Accordingly, Mr. Schroeder respectfully requests that the Court issue a protective order
 14 pursuant to Rule 26(c) of the Federal Rules of Civil Procedure that precludes the SEC from
 15 noticing Mr. Schroeder's deposition in this case until further along in the discovery period,
 16 specifically, no earlier than three months before the end of the time for fact discovery.

17 FACTUAL BACKGROUND

18 The series of events that led to this lawsuit was triggered by a May 22, 2006 *Wall Street*
 19 *Journal* article suggesting that a number of companies, including KLA-Tencor, had selected stock
 20 option grant dates using hindsight (a process that was indisputably legal, but that required
 21 different accounting treatment than contemporaneously granted options). The next day, KLA-
 22 Tencor's Board formed a "Special Committee" to investigate the company's stock option
 23 granting practices. The possibility that stock options had not been properly accounted for in
 24 public companies sparked numerous investigations by the SEC and the DOJ. KLA-Tencor was
 25 soon notified that the SEC and the DOJ were both investigating its stock option practices.

26 The Special Committee retained counsel to conduct an internal investigation. In the
 27 course of the internal investigation, counsel for the Special Committee compiled hundreds of

1 thousands of pages of hard copy and electronic documents and interviewed at least 55 current and
 2 former directors, officers and employees of KLA-Tencor, including Mr. Schroeder.
 3 Mr. Schroeder's interview alone generated a 73-page interview memorandum. The memorandum
 4 was written at the time of Mr. Schroeder's interview in September 2006, but not produced to
 5 Mr. Schroeder by the SEC until October 3, 2007.

6 On October 16, 2006, KLA-Tencor issued a press release stating that the Special
 7 Committee's investigation was substantially complete, and that, as a result of the investigation,
 8 the company would restate its financial statements.³ On January 29, 2007, KLA-Tencor
 9 announced the findings of the Special Committee's investigation.⁴ The Special Committee
 10 concluded that employee stock option grants at KLA-Tencor between July 1, 1997 and June 30,
 11 2002, had been retroactively priced and had not been accounted for properly, which caused the
 12 company's financial statements to be inaccurate. The Special Committee purported to wholly
 13 absolve the then-current management and Board of Directors of any wrongdoing, and at the same
 14 time, conveniently (to it), placed the blame almost entirely on Mr. Schroeder, who had retired
 15 from his position as CEO and from the Board before the Special Committee began its
 16 investigation, and as a result, had no political power in the Company. The Company then
 17 leveraged its blame on Mr. Schroeder to give itself an excuse to breach its pending contracts with
 18 Mr. Schroeder, appropriating to itself millions of dollars in benefits to Mr. Schroeder that had
 19 earlier been approved by the Company's Board.

20 Mindful of the premium that the SEC and the DOJ have placed on cooperation by
 21 corporations under investigation in recent years, the Company sought leniency from the SEC and
 22 the DOJ by "cooperating" with the ongoing government investigations, urging the government to
 23

24 ³ See KLA-Tencor Corp., Current Report (Form 8-K), at Ex. 99.1 (Oct. 18, 2006), available at
 25 <http://www.sec.gov/Archives/edgar/data/319201/000089161806000417/0000891618-06-000417-index.htm>.

26 ⁴ See KLA-Tencor Corp., Annual Report (Form 10-K), at 23-25 (Jan. 29, 2007), available at
 27 <http://www.sec.gov/Archives/edgar/data/319201/000119312507014655/0001193125-07-014655-index.htm>.

1 focus on Schroeder.⁵ The SEC complaint in this case is largely a regurgitation of the Special
 2 Committee's purported "findings," with the notable exception that the SEC sued Lisa Berry, the
 3 former General Counsel of KLA-Tencor, in a separate complaint, asserting that Ms. Berry had
 4 been the architect of options backdating at KLA-Tencor and at Juniper Networks, her subsequent
 5 employer. *See SEC v. Lisa C. Berry*, No. 5:07-cv-04431-RMW (N.D. Cal. filed Aug. 28, 2007).⁶
 6 The Company's Special Committee investigation had downplayed any role of the General
 7 Counsel, in its attempt to fix blame on Schroeder, and had concealed it from the public.

8 On July 25, 2007, over 14 months after it began its inquiry, the SEC filed its complaint
 9 against Mr. Schroeder in this action. (On that same day, the SEC announced a settlement with
 10 KLA-Tencor, under which the company paid no financial penalty). The SEC complaint itself is
 11 not enlightening, as it contains merely conclusory allegations and selectively quotes portions of
 12 documents and erroneously misconstrues them. As part of its Rule 26(a) initial disclosures, on
 13 October 3, 2007, the SEC provided Mr. Schroeder with the interview memoranda and other
 14 documents from the Special Committee's investigation, giving Mr. Schroeder his first opportunity
 15 to see the documents and information that supposedly supported the allegations leveled at him by
 16 the Special Committee and the SEC. The DOJ's criminal investigation into KLA-Tencor's stock
 17 option grants is ongoing.⁷

18 Mr. Schroeder has conferred with the SEC about the upcoming discovery process in this
 19 action, in the hopes of arriving at an agreed discovery schedule that accommodates both the
 20 parties' discovery rights and, given the DOJ's ongoing criminal investigation, Mr. Schroeder's

21 ⁵ See, e.g., Katheryn Hayes Tucker, *Ex-Prosecutor Dishes Up Advice to GCs on Government*
 22 *Probes*, Fulton County Daily Report, Oct. 19, 2007, available at
<http://www.law.com/jsp/legaltechnology/PubArticleFriendlyLT.jsp?id=1192698215037> ("Get
 23 friendly with the investigators. . . . Find out what they're looking for, whom they suspect, and
 24 when they think it happened. 'Your goal is to find out those individuals, separate them and if
 necessary toss them under the bus.'").

25 ⁶ The Special Committee completely missed or chose to ignore the role of Ms. Berry as the
 26 architect of backdating at KLA-Tencor. The SEC alleges in the complaint against Ms. Berry that
 she "orchestrated" options backdating at KLA-Tencor.

27 ⁷ See Justin Scheck, *SEC Is Preparing Option to Charge Former GC of KLA*, The Recorder, Aug.
 28 14, 2007, available at <http://www.law.com/jsp/article.jsp?id=1186996023641>.

1 Fifth Amendment rights. The SEC has refused Mr. Schroeder's modest request to schedule his
 2 deposition nearer the end of discovery, however, and it has indicated that it intends to notice
 3 Mr. Schroeder's deposition as early as next month or January 2008 (the parties had their Rule
 4 26(f) conference, the kickoff for deposition and other discovery, on November 1, 2007). There
 5 are well over 100 witnesses to be deposed other than Mr. Schroeder.

6 ARGUMENT

7 The perils to individuals posed by parallel civil and criminal proceedings are not new. *See*
 8 generally Milton Pollack, *Parallel Civil and Criminal Proceedings*, 129 F.R.D. 201 (1989). In
 9 the current regulatory environment, however, it has become increasingly common for the
 10 government to bring parallel civil and criminal cases or investigations. It is not improper for the
 11 government to conduct parallel civil and criminal proceedings concerning the same facts and
 12 subject matter, but such proceedings can significantly impact a party's Fifth Amendment rights.
 13 Parallel proceedings always have the potential to force a civil defendant to choose between the
 14 Scylla of providing necessary testimony in the civil case that could later be used against him in
 15 the criminal proceeding, and the Charybdis of invoking the Fifth Amendment privilege against
 16 self-incrimination and facing a possible adverse inference in the civil action. *See, e.g., Brock v.*
Tolkow, 109 F.R.D. 116, 120-21 (E.D.N.Y. 1985).

18 Given the inherent pressure that the maintenance of parallel proceedings exerts on a civil
 19 defendant's right to be free from self-incrimination, courts have long recognized that parallel civil
 20 actions should be conducted in a manner that looks to accommodate the defendant's Fifth
 21 Amendment rights. *See id.* ("[A] court can exercise its discretion to enable a defendant to avoid
 22 this unpalatable choice when to do so would not seriously hamper the public interest."); *Digital*
Equip. Corp. v. Currie Enters., 142 F.R.D. 8, 13, 15 (D. Mass. 1991) (declining to stay civil
 23 action, but ordering parties to file joint protective order to "protect the defendants' interests and
 24 their fifth amendment rights"); *Favaloro v. S/S Golden Gate*, 687 F. Supp. 475, 482 (N.D. Cal.
 25 1987) (ordering parties to "confer and agree on a discovery plan that will be least likely to intrude
 26 on defendants' fifth amendment rights"). This is especially true where the government is the

1 plaintiff in both proceedings. *See Tolkow*, 109 F.R.D. at 119 (stating that relief from parallel civil
2 and criminal proceedings “is even more appropriate when both actions are brought by the
3 government”).

4 By insisting that it be permitted to depose Mr. Schroeder early in the discovery process,
5 the SEC seeks to use this Fifth Amendment dilemma against Mr. Schroeder entirely for strategic
6 advantage: if Mr. Schroeder testifies, the SEC will transmit that testimony to its investigative
7 partners at the DOJ; if he invokes the Fifth Amendment, the SEC can then ask for an adverse
8 inference against him in this case. There is no legitimate need, however, for the SEC to take
9 Mr. Schroeder’s deposition at the beginning of discovery. The SEC spent well over a year
10 gathering information during its investigation, and it has long had the information gathered in the
11 Special Committee’s investigation, including a 73-page memorandum purporting to reflect Mr.
12 Schroeder’s interview with the Special Committee. The Special Committee’s investigation in this
13 case was effectively an extension of the SEC’s investigation, as the SEC was given the Special
14 Committee’s interview memoranda and kept apprised on an ongoing basis. Moreover, the SEC
15 cannot credibly claim that it needs to depose Mr. Schroeder early, to “pin down” his testimony
16 before he learns what other witnesses will say, because Mr. Schroeder already received 55
17 detailed interview memoranda from the Special Committee’s investigation from the SEC’s Rule
18 26(a) production.

19 The SEC is plainly aware of the effect that its proposed schedule would have on Mr.
20 Schroeder’s Fifth Amendment rights, and if the SEC was truly more interested in getting the
21 substance of Mr. Schroeder’s testimony than engaging in tactical gamesmanship, there would be
22 no need for this motion. Indeed, in a similar case involving former executives of Brocade
23 Communications, Inc., the SEC itself requested discovery deadlines that would both protect the

1 deponents' Fifth Amendment rights and increase the likelihood that the depositions would yield
 2 substantive testimony.⁸

3 Mr. Schroeder has no intention of delaying the overall resolution of this action or
 4 unnecessarily dragging out the discovery process. Indeed, with the onset of discovery,
 5 Mr. Schroeder has, for the first time, the ability to gather information necessary to defend himself
 6 from the SEC's allegations. But the discovery process is intended to further the truth-finding
 7 function of litigation, and this Court should not permit the SEC to structure discovery in this case
 8 in a way that is designed to place the maximum amount of pressure on Mr. Schroeder's Fifth
 9 Amendment rights. A limited protective order postponing Mr. Schroeder's deposition until
 10 nearer the end of discovery would further the purposes of discovery, advance the litigation, and
 11 protect Mr. Schroeder's Fifth Amendment rights.

12 A. **Legal Standard**

13 Federal Rule of Civil Procedure 26(c) provides that a district court may, upon motion and
 14 for good cause, "make any order which justice requires to protect a party or person from
 15 annoyance, embarrassment, oppression, or undue burden or expense, including . . . that the
 16 disclosure or discovery may be had only on specified terms and conditions, including a
 17 designation of the time or place." A protective order is appropriate if the party seeking the order
 18 shows "harm or prejudice that will result from the discovery," and a balancing of the public and
 19 private interests indicates that a protective order is necessary. *Rivera v. NIBCO, Inc.*, 364 F.3d
 20 1057, 1063-64 (9th Cir. 2004).

21 ⁸ See Joint Case Management Conference Statement and Proposed Order at 6, *SEC v. Reyes*, No.
 22 3:06-cv-04435-CRB (N.D. Cal. Nov. 21, 2006). In the statement, the SEC proposed a discovery
 23 plan as follows:

24 Anticipating that witnesses, including the defendants, may invoke the Fifth
 25 Amendment rather than testify substantively prior to the conclusion of the related
 26 criminal trial . . . the deadline for fact discovery should be four months after
 27 judgments are entered in the criminal case in order to provide sufficient time to
 28 gain substantive depositions at a point when witnesses may be more willing to
 testify.

29 *Id.*

30 Page 8

1 **B. Mr. Schroeder Will Be Significantly Prejudiced If The SEC Deposes Him At**
 2 **The Beginning Of Discovery**

3 As explained above, the SEC's stated intention to depose Mr. Schroeder early in the
 4 discovery process is nothing more than an attempt to force Mr. Schroeder into the quandary of
 5 choosing between (i) protecting his Fifth Amendment rights in the face of the DOJ's ongoing
 6 criminal investigation and having the SEC seek an adverse inference against him in this action;
 7 and (ii) providing the SEC with deposition testimony that could be used against him in the
 8 criminal proceeding. That the SEC's proposed timing for Mr. Schroeder's deposition would be
 9 severely prejudicial to him is simply undeniable. Courts have repeatedly held that forcing a party
 10 to choose between preserving his right against self-incrimination and potentially losing a civil
 11 action is sufficiently prejudicial to warrant some form of intervention to protect the party's Fifth
 12 Amendment rights. *See AIG Life Ins. Co. v. Phillips*, No. 07-cv-00500-PSF-MFH, 2007 WL
 13 2116383, at *2-3 (D. Colo. July 20, 2007) (granting limited stay of discovery directed at civil
 14 defendant); *Walsh Sec., Inc. v. Cristo Prop. Mgmt., Ltd.*, 7 F. Supp. 2d 523, 526-29 (D.N.J. 1998)
 15 (staying depositions and interrogatories; noting burden of forcing defendants to "choose between
 16 waiving their Fifth Amendment rights and defending themselves in the civil lawsuit or asserting
 17 the privilege and probably losing the civil case"); *SEC v. Power Sec. Corp.*, 142 F.R.D. 321, 323
 18 (D. Colo. 1992) (postponing civil defendant's deposition because ongoing criminal investigation
 19 made it "difficult for him to make an informed decision as to whether to assert his *Fifth
 20 Amendment privilege*"); *Tolkow*, 109 F.R.D. at 121 (postponing discovery in civil action pending
 21 outcome of criminal investigation).

22 **C. The Balance Of Interests Requires A Protective Order**

23 While the prejudice that Mr. Schroeder will suffer in the absence of a protective order is
 24 clear, there is no countervailing prejudice to the SEC's interest or to the public interest that will
 25 result from postponing Mr. Schroeder's deposition.

26 First, the SEC does not need to depose Mr. Schroeder at the start of discovery to develop
 27 its theory of the case. The SEC investigated KLA-Tencor's stock options process for

1 approximately 14 months before it filed this action against Mr. Schroeder, during which time it
 2 has had the ability to subpoena both documents and testimony. Any claim that the SEC now
 3 needs to depose Mr. Schroeder early to enable it to plan its case strategy simply rings hollow.
 4 Moreover, if the SEC takes Mr. Schroeder's deposition three months before the end of fact
 5 discovery, the SEC will have more than enough time to follow-up on information learned during
 6 Mr. Schroeder's deposition. *See Power Sec. Corp.*, 142 F.R.D. at 323 (stating that SEC would
 7 not be prejudiced by postponement of civil defendant's deposition because it "will have ample
 8 time to follow up information gained from [the] deposition and prepare for trial").

9 Second, the SEC already has a lengthy memorandum from Mr. Schroeder's interview with
 10 the Special Committee. The SEC has long touted the importance of internal investigations as a
 11 key aspect of the SEC's enforcement practice,⁹ and, in this case, KLA-Tencor's Special
 12 Committee investigation operated as a *de facto* extension of the SEC's investigation. Counsel for
 13 the Special Committee not only shared its work product with the SEC, it also met with the agency
 14 to discuss the findings and conclusions of the investigation. While the SEC may wish to ask
 15 Mr. Schroeder questions in addition to the questions he was asked in his Special Committee
 16 interview (and, again, Mr. Schroeder does not dispute that the SEC has the right to do so in this
 17 action), it will not be prejudiced if Mr. Schroeder's deposition is scheduled later in the discovery
 18 period.

19 Third, the SEC cannot credibly assert that it needs to depose Mr. Schroeder early in
 20 discovery, before he learns what other witnesses have to say. Whether or not this could be a
 21 proper concern in any event, that ship has already sailed in this case. The SEC provided
 22 Mr. Schroeder with the interview memoranda from the Special Committee investigation, as
 23 required, in its Rule 26(a) initial disclosures. Thus, Mr. Schroeder and his counsel already have a
 24 record of what other witnesses have said, so the SEC cannot now claim any need to depose
 25

26 ⁹ See, e.g., Linda Chatman Thomsen, Director, Division of Enforcement, Sec. and Exchange
 27 Comm'n, Remarks Before the Stanford Law School Directors' College 2007 (June 26, 2007)
 ("More than 30 years after the initiation of the Commission's voluntary disclosure program, the
 internal investigation continues to play a key role in our enforcement efforts.").

1 Mr. Schroeder before he learns what other witnesses have to say. Moreover, such a concern
2 cannot overcome the need to protect Mr. Schroeder's constitutional rights with the requested
3 slight adjustment to the discovery schedule.

4 Fourth, the public interest will not be harmed by postponing Mr. Schroeder's deposition.
5 The public has a general interest "in both the prompt resolution of civil cases as well as the fair
6 prosecution of criminal cases." *See Digital Equip. Corp.*, 142 F.R.D. at 14. The protective order
7 that Mr. Schroeder requests would not cause any overall delay in the conduct of this action, and,
8 as explained above, postponing Mr. Schroeder's deposition will not prejudice the SEC's ability to
9 pursue its case. Accordingly, the public interest will be completely unaffected by the requested
10 protective order.

11 The balance of Mr. Schroeder's substantial interest in preserving his Fifth Amendment
12 rights against the SEC's interests and the public's interest in a prompt, fair resolution of this case
13 clearly mandates the entry of a protective order postponing Mr. Schroeder's deposition in this
14 case until later in the discovery phase. There is simply no reason to allow the SEC to take
15 Mr. Schroeder's deposition immediately, other than to allow it to engage in tactical
16 gamesmanship at the expense of constitutional rights.

17 **CONCLUSION**

18 For the reasons stated above, Kenneth L. Schroeder requests that the Court grant a
19 protective order preventing the SEC from noticing his deposition more than three months before
20 the end of fact discovery in this case.

1 Dated: November 7, 2007

DLA PIPER US LLP

2 Respectfully submitted,

3
4 By: /s/Jeffrey B. Coopersmith

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